

Exhibit D

Budget and Staffing Plan

Exhibit D-1

Budget Plan for the Compensation Period

Matter No.	Matter	October 2021		November 2021		December 2021		January 2022	
		Actual Fees	Estimated Fees	Actual Fees	Estimated Fees	Actual Fees	Estimated Fees	Actual Fees	Estimated Fees
33260.0002	PROMESA TITLE III: COMMONWEALTH	\$ 5,914,759.70	\$ 6,100,000.00	\$ 4,488,367.70	\$ 4,750,000.00	\$ 1,633,400.30	\$ 2,000,000.00	\$ 2,024,995.10	\$ 2,200,000.00
33260.0024	COMMONWEALTH - PR TIME (on-island fees)	\$ 116,349.20	\$ 125,000.00	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
33260.0034	COMMONWEALTH TITLE III - HEALTHCARE	\$ 11,686.10	\$ 15,000.00	\$ 6,226.90	\$ 10,000.00	\$ 5,971.00	\$ 10,000.00	\$ 48,252.80	\$ 50,000.00
33260.0040	COMMONWEALTH TITLE III - COOPERATIVAS	\$ 853.00	\$ -	\$ 8,530.00	\$ 10,000.00	\$ 6,653.40	\$ 10,000.00	\$ 19,774.50	\$ 20,000.00
33260.0041	COMMONWEALTH TITLE III - MISCELLANEOUS	\$ 118,048.10	\$ 130,000.00	\$ 58,149.30	\$ 65,000.00	\$ 238,515.30	\$ 250,000.00	\$ 114,099.00	\$ 125,000.00
33260.0069	COMMONWEALTH TITLE III - UPR	\$ 597.10	\$ -	\$ -	\$ -	\$ 8,956.50	\$ 10,000.00	\$ -	\$ -
33260.0077	COMMONWEALTH TITLE III - COOPERATIVAS V. COSSEC	\$ -	\$ -	\$ 426.50	\$ -	\$ -	\$ -	\$ -	\$ -
33260.0081	COMMONWEALTH TITLE III - LAW 29 ACTION	\$ 2,047.20	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
33260.0094	CHALLENGES RE: CERTAIN LAWS AND ORDERS	\$ 3,667.90	\$ 5,000.00	\$ -	\$ -	\$ 3,582.60	\$ 5,000.00	\$ -	\$ -
33260.0100	COMMONWEALTH TITLE III - CHALLENGE TO PENSION LAWS	\$ 64,559.00	\$ 75,000.00	\$ 429,873.80	\$ 450,000.00	\$ 589,206.30	\$ 550,000.00	\$ 5,322.00	\$ 65,000.00
33260.0104	SECTION 204 CORRESPONDENCE	\$ 192,784.90	\$ 200,000.00	\$ 128,548.00	\$ 135,000.00	\$ 141,596.90	\$ 150,000.00	\$ 219,267.40	\$ 250,000.00
33260.0107	LA LIGA DE CIUDADES	\$ -	\$ -	\$ 29,933.20	\$ 30,000.00	\$ -	\$ -	\$ 4,266.40	\$ 5,000.00
33260.0114	R&D MASTER ENTERPRISES	\$ 85.30	\$ -	\$ 4,179.70	\$ 5,000.00	\$ 4,776.80	\$ 5,000.00	\$ -	\$ -
33260.0115	DRA AMBAC ADVERSARY PROCEEDING	\$ 136,188.40	\$ 150,000.00	\$ 3,241.40	\$ 5,000.00	\$ -	\$ -	\$ -	\$ -
Commonwealth TOTAL		\$ 6,561,625.90	\$ 6,800,000.00	\$ 5,157,476.50	\$ 5,460,000.00	\$ 2,632,659.10	\$ 2,990,000.00	\$ 2,435,977.20	\$ 2,715,000.00
ESTIMATED FEES Compensation Period (October 2021 - January 2022) TOTAL:									\$17,965,000.00
ACTUAL FEES Compensation Period (October 2021 - January 2022) TOTAL:									\$16,787,738.70
Percent Variance (Actual vs. Budgeted Fees)									6.6% below budget

Exhibit D-2

Staffing Plan for the Compensation Period

Staffing Plan for the Compensation Period¹

Category of Timekeeper²	Number of Timekeepers Expected to Work on The Matter During the Budget Period³	Average Hourly Rate⁴
Partners	35	\$853/ \$887
Senior Counsel	7	\$853/ \$887
Associates	50	\$853/ \$887
e-Discovery Attorneys	8	\$421/ \$438
Paraprofessionals	23	\$291/\$303
Total:	123	

¹ The actual number of timekeepers who worked on this matter during the Compensation Period was 111, and thus 12 fewer than anticipated.

² Attorney Practice Groups: BSGR&B, Tax, Health Care, Labor & Employment, Litigation, and Corporate.

³ The chart reflects Proskauer's staffing plan for the designated period based on currently foreseeable activities. Actual staffing needs, including additional attorneys, may vary materially based on actual facts and circumstances arising in the designated period, including as a result of currently unanticipated disputes. The staffing plan currently includes attorneys from the BSGR&B, Tax, Health Care, Labor & Employment, Litigation, and Corporate practice groups. The expertise of attorneys from other specialized areas is likely to be required during the course of these PROMESA Title III cases.

⁴ Pursuant to the Engagement Letter, Proskauer's rates increased 4% effective January 1, 2022, yielding a new flat rate for attorneys (partners, senior counsel, and associates) of \$887 per hour, for e-discovery attorneys of \$438 per hour, and for paraprofessionals of \$303 per hour.